

COPY

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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SSP CAPITAL PARTNERS, LLC,

Plaintiff,

-against-

1:07-cv-03878 (NRB)

MANDALA, LLC, HAROUST, LLC,

HAMILTON GRANGE, LLC and

316 SECOND AVENUE, LLC,

Defendants.

-----x

April 9, 2008

2:12 p.m.

Deposition of RICHARD KAPLIN, ESQ.,
held at the offices of KAPLIN, DICONZA,
LaROCCA, DICUNTO & KAPLIN, LLP, 478 Bay
Ridge Parkway, Brooklyn, New York, pursuant
to Notice, before Stephen Kleinman, a Notary
Public within and for the State of New York.

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A P P E A R A N C E S:

YESKOO HOGAN & TAMILYN, LLP

Attorneys for Plaintiff

535 Fifth Avenue

New York, New York 10017

BY: RICHARD C. YESKOO, ESQ.

LAW OFFICES OF MICHAEL T. SUCHER

Attorneys for Defendants

26 Court Street, Suite 2412

Brooklyn, New York 11242

BY: MICHAEL T. SUCHER, ESQ.

ALSO PRESENT:

HAROUTIAN DENDARIAN

IT IS HEREBY STIPULATED AND AGREED, by and between the attorneys for the respective parties herein, that filing and sealing be and the same are hereby waived.

IT IS FURTHER STIPULATED AND AGREED that all objections, except as to the form of the question, shall be reserved to the time of the trial.

IT IS FURTHER STIPULATED AND AGREED that the within deposition may be signed and sworn to before any officer authorized to administer an oath, with the same force and effect as if signed and sworn to before the officer before whom the within deposition was taken.

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2 RICHARD KAPLIN, ESQ.,

3 called as a witness, having been duly sworn
4 by a Notary Public, was examined and
5 testified as follows:

6 EXAMINATION BY

7 MR. YESKOO:

8 Q. Would you state your business address
9 for the record, please.

10 A. 478 Bay Ridge Parkway, Brooklyn, New
11 York.

12 Q. And what is your occupation?

13 A. I am an attorney.

14 Q. Did you represent Haroutian Denderian
15 and related companies in February of 2007?

16 A. I was going represent to him, but we
17 never got that far.

18 Q. Okay. Let me show what I will mark as
19 Plaintiff's Exhibit 1.

20 (Plaintiff's Exhibit 1, secured loan
21 document, marked for identification.)

22 Q. Let me show you has been marked as
23 Plaintiff's Exhibit 1.

24 Have you seen a copy of this document
25 before?

1 *R. Kaplin, Esq.*

2 A. I recognize the name SSP Capital
3 Partners, LLC. I couldn't tell you whether I saw
4 this particular document before or other
5 correspondence from them.

6 Q. This document contemplates a loan from
7 SSP Capital Partners to various corporations
8 listed on the first page.

9 Were you aware of a proposed loan?

10 A. Yes.

11 Q. Okay. Can you tell me what legal
12 services, if any you, provided with respect to
13 that loan?

14 A. Mr. Denderian had contacted me in and
15 around this time, inquiring whether another of my
16 clients that he had borrowed money from before and
17 for whom I had acted as lender's attorney would be
18 interested in loaning him money. I contacted my
19 client and found out that he was not interested in
20 giving Mr. Denderian or his companies another
21 mortgage. Mr. Denderian then asked me if I know
22 anyone else that might. I did contact another
23 potential lender for him.

24 In and around at that time, Mr.
25 Denderian had various conversations with that

1 *R. Kaplin, Esq.*

2 other potential lender about whether or not they
3 would loan him money and under what terms. There
4 were a variety of properties involved.

During the course of that process, Mr. Denderian asked me if I would represent him if any of these loans went to a closing, because his usual attorney by the name of Sam Ofsevit was ill, I believe was ill and he was not able to represent him and he would need to close quickly on one of the potential loans that he was analyzing. I advised him that I would represent him at the closing if he did close.

14 Q. Did you in fact represent him at a
15 closing of a loan?

16 A. Did I?

17 Q. Yes.

18 A. No.

19 Q. Do you know why the loan from SSP
20 Capital Partners did not close?

21 A. I know that Mr. Denderian, at that
22 point in time, was shopping for a variety of
23 different loans. He viewed the loan from SSP that
24 was being proposed to him as a very expensive
25 loan, very high rate interest, very high cost and

1 R. Kaplin, Esq.

2 he was at that point in time shopping around for
3 financing. This was one of the potential choices
4 that he had.

5 Q. Were you provided with a set of
6 closing documents for the SSP loan?

7 A. I may have been sent an email by the
8 attorney for SSP in connection with a potential
9 closing.

10 Q. Okay. Did you review the closing
11 documents for the SSP loan?

12 A. No, I didn't

13 Q. I have no further questions. Thank
14 you.

15 MR. SUCHER: Thank you.

16 (Time noted: 2:17 p.m.)

1 /

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19 RICHARD KAPLIN, ESQ.

20

21 Subscribed and sworn to before me

22 this _____ day of _____, 2008.

23

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25

25 (Notary Public) My Commission Expires:

1

2 C E R T I F I C A T E

3 STATE OF NEW YORK)

4 : ss.

5 COUNTY OF NEW YORK)

6 I, STEPHEN KLEINMAN, a Shorthand
7 Reporter and a Notary Public within and for
8 the State of New York, do hereby certify
9 that the foregoing deposition of RICHARD
10 KAPLIN, ESQ., was taken before me on the 9th
11 day of April, 2008.

12 That the Said testimony was taken
13 stenographically by me and then transcribed.

14 I further certify that I am not
15 related by blood or marriage to any of the
16 parties to this action or interested
17 directly or indirectly in the matter of
18 controversy; nor am I in the employ of any
19 counsel in this action.

20 IN WITNESS WHEREOF, I have hereunto
21 set my hand this 9th day of April, 2008.

22

23 Stephen Kleinman

24 STEPHEN KLEINMAN

25

1

2 April 9, 2008

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4 ----- I N D E X -----

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8 ----- INFORMATION REQUESTS -----

9

10 DIRECTIONS (DI) : None.

11 INSERT: None.

12 RULINGS (RL) : None.

13 REQUESTS (RQ) : None.

14 CERTIFIED (CE) : None.

15 MOTIONS (MO) : None.

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E X H I B I T S

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